

**EXHIBIT B – Part 3**

**Monthly Fee Statement for the Period from:**  
**December 1, 2009 thru December 31, 2009**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
          )  
          )  
          ) Case No. 01-01139 (JKF)  
W.R. GRACE & CO., et al., ) (Jointly Administered)  
          )  
          ) Debtors. ) **Objection Deadline:**  
          )                  ) **February 18, 2010 at 4:00 p.m.**  
          )                  ) **Hearing date: To be scheduled only if objections**  
          )                  ) **are timely filed and served.**

**NOTICE OF FILING OF MONTHLY FEE APPLICATION**

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lenders (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP (“Stroock”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of the above captioned debtor and debtors in possession in the above-captioned chapter 11 cases, filed and served the One Hundred and Fifth Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period December 1, 2009 through December 31, 2009, seeking compensation in the amount of \$117,137.00 and reimbursement for actual and necessary expenses in the amount of \$3,532.36.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **February 18, 2010 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Theodore L.

Date Filed: 1/29/2010  
Docket No: 24211

Freedman, Esquire, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022 (fax number 212-446-4900), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Janet S. Baer, Esquire, The Law Offices of Janet S. Baer, P.C., 70 West Madison Street, Suite 2100, Chicago, IL 60602 (Fax number 312-641-2165); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 1100 N. Market Street, Suite 1200, Wilmington, Delaware 19801-1246 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, 800 N. King Street, Suite 300, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax

number 212-715-8000), and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi Ruhlander, Warren H. Smith and Associates, P.C., Republic Center, 325 N. St. Paul, Suite 1250, Dallas, TX 75201 (Fax number 214-722-0081).

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Dated: January 29, 2010  
Wilmington, Delaware

**RESPECTFULLY SUBMITTED,**

*/s/ Michael R. Lastowski*

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Co-Counsel for the Official Committee of  
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

**ONE HUNDRED AND FIFTH MONTHLY FEE APPLICATION OF STROOCK &  
STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES RENDERED  
AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM DECEMBER 1, 2009 THROUGH DECEMBER 31, 2009**

Name of Applicant	<b>Stroock &amp; Stroock &amp; Lavan LLP</b>
Authorized to Provide Professional Services to:	<b>Official Committee of Unsecured Creditors</b>
Date of Retention:	<b>April 12, 2001</b>
Period for which compensation and reimbursement is sought	<b>December 1, 2009 – December 31, 2009</b>
Amount of Compensation sought as actual, reasonable and necessary:	<b>\$117,137.00 (80%: \$93,709.60)</b>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<b>\$3,532.36</b>
This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application	

**Attachment A****Monthly Interim Fee Applications**

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13
October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40
October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21 (Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18
November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 – 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 – 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 – 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 – 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 – 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 30, 2006 D.I. 13117	7/1/2006 – 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 – 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 – 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 – 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 – 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80
April 10, 2007 D.I. 15132	2/1/2007 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30.2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 - 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/97	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 - 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 - 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95
August 4, 2008 D.I. 19224	6/1/2008 - 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 - 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 – 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 – 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 – 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
December 30, 2008 D.I. 20384 & 20385	11/1/08 – 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 – 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 – 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44
March 30, 2009 D.I. 21152	2/1/09 – 2/28/09	\$141,569.00	\$1,627.89 (Stroock)	\$113,255.20	\$1,627.89
April 29, 2009 D.I. 21475	3/1/09 – 3/31/09	\$181,006.75	\$3,270.02 (Stroock)	\$144,805.40	\$3,270.02
May 29, 2009 D.I. 21910	4/1/09 – 4/30/09	\$187,588.50	\$1,545.41 (Stroock)	\$150,070.80	\$1,545.41
July 1, 2009 D.I. 22310	5/1/09 – 5/31/09	\$227,989.00	\$9,428.79 (Stroock)	\$182,391.20	\$9,428.79
August 6, 2009 D.I. 22709	6/1/09 – 6/30/09	\$238,611.25	\$5,960.91 (Stroock)	\$190,889.00	\$5,960.91
September 25, 2009 D.I. 23338	7/1/09 – 7/31/09	\$294,766.50	\$17,306.20 (Stroock)	\$235,813.20	\$17,306.20
October 5, 2009 D.I. 23422	8/1/09 – 8/31/09	\$299,544.25	\$7,237.57 (Stroock) \$2,812.50 (Navigant)	\$239,635.40	\$10,050.07
November 13, 2009 D.I. 23759	9/1/09 – 9/30/09	\$349,937.50	\$20,164.05 (Stroock)	\$279,950.00	\$20,164.05
December 1, 2009 D.I. 23897	10/1/09 – 10/31/09	\$281,050.75	\$12,457.25 (Stroock)	\$224,840.60	\$12,457.25
December 30, 2009 D.I. 24087	11/1/09 – 11/30/09	\$219,347.00	\$10,084.80 (Stroock)	\$175,477.60	\$10,084.80

**WR GRACE & CO**  
**ATTACHMENT B**  
**DECEMBER 1, 2009 – DECEMBER 31, 2009**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>	<b>No. of Years in Position</b>
<b>Partners</b>				
Kruger, Lewis	8.5	\$ 995	\$ 8,457.50	39
Pasquale, Kenneth	26.6	825	21,945.00	9
<b>Associates</b>				
Berg, Madelaine	0.3	650	195.00	29
Krieger, Arlene G.	105.3	675	71,077.50	25
<b>Paraprofessionals</b>				
Carrión, Carole	2.2	235	517.00	3
Huang, Hang Qi	1.9	185	351.50	1
Magzamen, Michael S.	20.5	295	6,047.50	4
Mohamed, David	42.1	180	7,578.00	19
Quartararo, Michael	3.3	285	940.50	1
Szemelynec, Kristine A.	0.1	275	27.50	2
<b>TOTAL</b>	<b>210.8</b>		<b>\$ 117,137.00</b>	

## **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**DECEMBER 1, 2009 – DECEMBER 31, 2009**

<b>Matter Code</b>	<b>Project Category</b>	<b>Hours</b>	<b>Amount</b>
0013	Business Operations	1.5	\$ 1,012.50
0014	Case Administration	37.9	7,136.00
0017	Committee, Creditors', Noteholders', or Equity Holders'	24.5	17,301.50
0018	Fee Application, Applicant	20.9	8,650.00
0019	Creditor Inquiries	1.3	1,106.50
0020	Fee Application, Others	3.3	1,386.00
0022	Environmental Matters/Regulations/Litigation	4.2	2,827.50
0036	Plan and Disclosure Statement	112.5	74,030.50
0037	Hearings	4.7	3,686.50
		<b>TOTAL</b>	<b>210.8</b> <b>\$ 117,137.00</b>

## STROOCK

## INVOICE

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DATE	January 27, 2010
INVOICE NO.	495300
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

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FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through December 31, 2009, including:

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RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
12/10/2009	Exchange memoranda with J. Dolan re: third quarter operating performance.	Krieger, A.	0.1
12/11/2009	Attend to Capstone report on Grace's 3rd quarter operations (1.1); t/c J. Dolan re: same (.3).	Krieger, A.	1.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.5	\$ 675	\$ 1,012.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,012.50
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TOTAL FOR THIS MATTER	\$ 1,012.50
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## STROOCK

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RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
12/01/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.6).	Mohamed, D.	0.8
12/02/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.5); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5).	Mohamed, D.	1.3
12/03/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.7); obtain documents for attorney review (.6).	Mohamed, D.	1.6
12/04/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.6); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5).	Mohamed, D.	1.4
12/07/2009	Review AK memo re: fees.	Kruger, L.	0.2
12/07/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.7); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5); obtain documents for review (.4); review case file documents (.7).	Mohamed, D.	2.6
12/07/2009	Circulated WR Grace docket updates to working group.	Szemelynec, K.	0.1
12/08/2009	Memorandum to MM re: court call arrangements for 12/14/09 hearing.	Krieger, A.	0.1
12/08/2009	Arrange K. Pasquale and A. Krieger telephonic appearances at 12/14 hearing.	Magzamen, M.	0.4
12/08/2009	Review and update case docket no. 01-1139	Mohamed, D.	2.2

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	(.4); obtain and circulate recently docketed pleadings in main case (.3); prepare documents for attorney review (.5).		
12/09/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.6); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5); obtain pleadings for attorney review (.2).	Mohamed, D.	1.6
12/10/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.9); review case file documents (1.1).	Mohamed, D.	2.3
12/11/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.6); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5).	Mohamed, D.	1.3
12/14/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.4); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5); prepare documents for review (.6).	Mohamed, D.	1.7
12/15/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.6).	Mohamed, D.	0.9
12/16/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.7); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5); prepare documents for review (.4).	Mohamed, D.	1.9
12/17/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (1.4); prepare documents for review (.6).	Mohamed, D.	2.3
12/18/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.6); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5); review case file documents (.8); obtain documents for review (.4).	Mohamed, D.	2.5

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
12/21/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.4); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5).	Mohamed, D.	1.1
12/22/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.7); review case file documents (.5).	Mohamed, D.	1.5
12/23/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.8); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5); prepare documents for attorney review (.7).	Mohamed, D.	2.3
12/24/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.6); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5).	Mohamed, D.	1.3
12/28/2009	Set up telephonic appearances for L. Kruger at closing arguments hearings.	Magzamen, M.	0.4
12/28/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.6); review case file documents (.8); review case docket nos. 01-771, 08-2069, 09-644 and 09-807 (.5).	Mohamed, D.	2.1
12/29/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (.6); prepare documents for review (1.1).	Mohamed, D.	2.0
12/30/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.5); review case docket nos. 01-771, 09-644 and 09-807 (.4); obtain pleading re court of appeals case no. 08-2069 for attorney review (.2).	Mohamed, D.	1.3
12/31/2009	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.5).	Mohamed, D.	0.7

## STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.1	\$ 675	\$ 67.50
Kruger, Lewis	0.2	995	199.00
Magzamen, Michael S.	0.8	295	236.00
Mohamed, David	36.7	180	6,606.00
Szemelynec, Kristine A.	0.1	275	27.50
<hr/>			
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>		<b>\$ 7,136.00</b>	
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<b>TOTAL FOR THIS MATTER</b>		<b>\$ 7,136.00</b>	

## STROOCK

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RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
12/07/2009	Memoranda to the Committee re: pending matters, including Wachovia's objection to Allianz settlement and Debtors' reply.	Krieger, A.	5.8
12/07/2009	Review memo to Committee re: Allianz settlements, Wachovia objection and debtor reply.	Kruger, L.	0.6
12/08/2009	Attend to memoranda for the Committee re: revised to reflect information from Debtors' counsel and additional memorandum re: Debtors' motion for settlement with AG Insurance (3.7); memorandum for the Committee re: Sutton Brook Site settlement (.3).	Krieger, A.	4.0
12/08/2009	Review draft memo to Committee re: environmental settlement.	Kruger, L.	0.2
12/08/2009	Attention to draft memo to Committee re: environmental settlement.	Pasquale, K.	0.2
12/09/2009	Finalize memorandum to the Committee re: pending motions.	Krieger, A.	2.3
12/09/2009	Attention to draft memo to Committee re: pending settlements.	Pasquale, K.	0.2
12/14/2009	Attend to memorandum to the Committee re: 12/14/09 hearing and plan modifications and selected plan provisions.	Krieger, A.	2.8
12/14/2009	Review memo re: court hearing.	Kruger, L.	0.2
12/29/2009	Attend to Plan modifications and related Canadian ZAI Claim motions and prepare memorandum to the Committee re: same.	Krieger, A.	4.2
12/30/2009	Prepare memorandum for the Committee re: plan modifications, revised Canadian	Krieger, A.	2.8

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	agreement and other matters.		
12/30/2009	Review memo to Committee re: plan modifications, Canadian Agreement.	Kruger, L.	1.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	21.9	\$ 675	\$ 14,782.50
Kruger, Lewis	2.2	995	2,189.00
Pasquale, Kenneth	0.4	825	330.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 17,301.50
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TOTAL FOR THIS MATTER	\$ 17,301.50
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## STROOCK

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RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
12/01/2009	Attend to preparation of 34th quarterly fee application (2.3); office conference MM re: same (.1).	Krieger, A.	2.4
12/01/2009	Work on and finalize SSL October monthly fee application.	Magzamen, M.	1.6
12/01/2009	Prepare and serve Stroock's 103rd monthly fee statement.	Mohamed, D.	1.1
12/02/2009	Finalize 34th quarterly fee application.	Krieger, A.	2.1
12/02/2009	Review SSL 34th quarterly fee application.	Magzamen, M.	0.9
12/03/2009	Prepare Stroock's 34th quarterly fee application for filing.	Mohamed, D.	0.7
12/04/2009	Effectuate service re: Stroock's 34th quarterly fee application.	Mohamed, D.	0.8
12/04/2009	Review fee application.	Pasquale, K.	0.4
12/07/2009	Exchanged memoranda with MM re: status of fee applications (.1); memorandum to LK re: above (.3).	Krieger, A.	0.4
12/08/2009	Review and revise November bill.	Magzamen, M.	1.3
12/09/2009	Review and revise November bill.	Magzamen, M.	1.0
12/10/2009	Review and revise November bill.	Magzamen, M.	0.8
12/16/2009	Review and revise November bill.	Magzamen, M.	1.6
12/17/2009	Finalize November bill for A. Krieger review.	Magzamen, M.	0.8
12/18/2009	O/c MM re: November 2009 fee statement.	Krieger, A.	0.1
12/19/2009	Attend to preparation of November 2009 fee	Krieger, A.	1.2

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
statement.			
12/21/2009	Emails w/ A. Krieger re: comments to SSL November fee app (.2); review comments (.3).	Magzamen, M.	0.5
12/28/2009	Memorandum to LK re: October 2009 fee statement (.1); exchanged memoranda with MM re: above and November 2009 fee statement (.1).	Krieger, A.	0.2
12/28/2009	Prepare November bill for filing and A. Krieger review.	Magzamen, M.	1.2
12/29/2009	Attend to November 2009 fee statement.	Krieger, A.	0.7
12/30/2009	Prepare and serve Stroock's 104th monthly fee application.	Mohamed, D.	1.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	7.1	\$ 675	\$ 4,792.50
Magzamen, Michael S.	9.7	295	2,861.50
Mohamed, David	3.7	180	666.00
Pasquale, Kenneth	0.4	825	330.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 8,650.00
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TOTAL FOR THIS MATTER	\$ 8,650.00
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## STROOCK

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RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
12/01/2009	T/c bank debtholder re: status.	Kruger, L.	0.2
12/01/2009	Telephone conference creditor re: case status.	Pasquale, K.	0.3
12/02/2009	Telephone conference bank debt holder re: status and brief issues.	Pasquale, K.	0.3
12/22/2009	Telephone conference bank debt holder re: status.	Pasquale, K.	0.3
12/23/2009	Telephone conference bank debt holder re: status.	Pasquale, K.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Kruger, Lewis	0.2	\$ 995	\$ 199.00
Pasquale, Kenneth	1.1	825	907.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,106.50
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TOTAL FOR THIS MATTER	\$ 1,106.50
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## STROOCK

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RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
12/03/2009	Prepare Capstone's 23rd quarterly fee application.	Mohamed, D.	0.9
12/04/2009	Attend to other professionals' fee application.	Krieger, A.	0.1
12/04/2009	Effectuate service re: Capstone's 23rd quarterly fee application.	Mohamed, D.	0.8
12/09/2009	Attend to other professionals' fee applications.	Krieger, A.	0.4
12/10/2009	Attend to other professionals' fee applications.	Krieger, A.	0.3
12/15/2009	Attend to other professionals' fee applications.	Krieger, A.	0.4
12/29/2009	Attend to other professionals' fee applications, and related notices, certifications.	Krieger, A.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.6	\$ 675	\$ 1,080.00
Mohamed, David	1.7	180	306.00
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>			<b>\$ 1,386.00</b>

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<b>TOTAL FOR THIS MATTER</b>	<b>\$ 1,386.00</b>
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## STROOCK

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RE	Environmental Matters/Regulations/Litigation 699843 0022
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DATE	DESCRIPTION	NAME	HOURS
12/02/2009	Attend to notice of settlement re: Sutton Brook Krieger, A. Disposal Superfund Site and request for agreement.	Krieger, A.	0.1
12/03/2009	Attend to Sutton Brook Disposal Site Participation Agreement (1.4); memoranda to R. Higgins re: same (.2).	Krieger, A.	1.6
12/04/2009	Exchanged memoranda with R. Higgins, R. Emmett re: additional information with respect to Sutton Brook Superfund Site Agreement.	Krieger, A.	0.6
12/07/2009	Attend to further response from R. Emmett re: Sutton Brook Participation Agreement and review of related materials.	Krieger, A.	0.6
12/08/2009	Review email correspondence re: Sutton Brook Berg, M. Site settlement and email w/ A. Krieger.	Berg, M.	0.3
12/08/2009	Memorandum to M. Berg re: Sutton Brook PRP Group Agreement (.6); memoranda with R. Higgins re: additional information (.2); telephone call R. Emmette re: Sutton Brook information (.2).	Krieger, A.	1.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Berg, Madelaine	0.3	\$ 650	\$ 195.00
Krieger, Arlene G.	3.9	675	2,632.50
<hr/> TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 2,827.50
<hr/> TOTAL FOR THIS MATTER			\$ 2,827.50

STROOCK

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RE	Expenses 699843 0024
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 0.00
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MATTER DISBURSEMENT SUMMARY

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Outside Messenger Service	\$ 150.26
Long Distance Telephone	52.14
Duplicating Costs-in House	120.40
Postage	15.66
Outside Professional Services	1647.05
Miscellaneous	49.95
Travel Expenses - Transportation	1234.90
Westlaw	262.00

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TOTAL DISBURSEMENTS/CHARGES	\$ 3,532.36
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TOTAL FOR THIS MATTER	\$ 3,532.36
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## STROOCK

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RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
12/01/2009	Perform data transfer from vendor burn, duplicate and label media re: e-briefs.	Huang, H.	1.9
12/01/2009	Review/finalize reply e-brief and service of same.	Magzamen, M.	2.7
12/01/2009	Hyper-link brief issues (.3); review briefs for closing argument (1.2).	Pasquale, K.	1.5
12/02/2009	Attend to Wachovia's response to the Edwards Plaintiffs' settlement (.6); attend to post-trial reply brief (3.3).	Krieger, A.	3.9
12/02/2009	Attn to CC/BLG Reply e-brief issues.	Magzamen, M.	0.3
12/03/2009	Attend to post-trial reply briefs.	Krieger, A.	4.3
12/04/2009	Attend to reply briefs (2.1); attend to Wachovia Response to Debtors' proposed settlement with the Allianz companies (.8).	Krieger, A.	2.9
12/04/2009	Outline closing argument and review certain case law re: same.	Pasquale, K.	2.8
12/08/2009	Office conference KP re: closing argument (.2); attend to Debtors motion for settlement with AG Insurance (.8); preparation for closing arguments (.4).	Krieger, A.	1.4
12/08/2009	Review omnibus hearing agenda.	Kruger, L.	0.2
12/09/2009	Prepare all e-briefs for attorney access at closing arguments (.3); confs. w/M. Magzamen re: same (.2).	Carrion, C.	0.5
12/09/2009	Attend to briefs for closing arguments.	Krieger, A.	5.4
12/09/2009	Oc's w/ A. Krieger re: Plan Proponents'	Magzamen, M.	1.5

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	(.5).		
12/15/2009	Attention to J. Baer email re: scheduling (.2); prep for closing arguments (1.4).	Pasquale, K.	1.6
12/16/2009	Prepare duplicate e-brief for M. Magzamen (.4); prepare for additional e-brief usage at closing arguments (.3).	Carrion, C.	0.7
12/16/2009	Review materials in preparation for closing arguments (7.7); exchanged memoranda with KP re: revised oral argument schedule (.2).	Krieger, A.	7.9
12/16/2009	Preparation for closing argument and review of cases.	Kruger, L.	0.6
12/16/2009	Follow up correspondence w/ Kirkland and attn Magzamen, M. to receipt of corrected e-brief.		0.2
12/16/2009	E-mails re: scheduling issues (.3); prep for closing arguments (1.8).	Pasquale, K.	2.1
12/17/2009	Prepare and organize e-briefs on network.	Carrion, C.	0.5
12/17/2009	Attend to pleadings for closing arguments (5.8); attend to memoranda re: revised closing argument schedule (.1).	Krieger, A.	5.9
12/17/2009	Preparation for and conference call with Rosenberg, Cobb, KP, AK preparing for oral argument.	Kruger, L.	1.0
12/17/2009	Attn to closing argument preparations and e-brief issues.	Magzamen, M.	1.8
12/17/2009	Review Grace plan objection chart, modifications, filed with court (1.6); prepare for and conference call with Lenders' counsel re: closing arguments (1.0); prepare for closing arguments (1.5).	Pasquale, K.	4.1
12/17/2009	Prepare linked e-briefs and exhibits to network location and attorney laptops in preparation for court hearing.	Quartararo, M.	2.0
12/18/2009	Attend to Debtors' 3rd Set of Plan Modifications and chart of confirmation requirements and objections (2.8); attend to	Krieger, A.	6.2

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	materials for closing arguments (2.6); conf/c KP, R. Cobb, A. Rosenberg re: closing argument (.8).		
12/18/2009	Review debtor third set of plan modifications and objection chart.	Kruger, L.	0.8
12/18/2009	Finalize trial e-briefs from all parties (1.8); e-mails w/ A. Krieger re: same (.3).	Magzamen, M.	2.1
12/18/2009	Closing arguments preparation, review of cases.	Pasquale, K.	2.1
12/18/2009	Coordinate w/ M. Magzamen re: e-brief issues.	Quartararo, M.	1.0
12/21/2009	Review debtors amended chart re: confirmation requirements and final objections to amended POR (1.6); review of cases for closing argument (.2).	Kruger, L.	1.8
12/21/2009	Closing argument preparation.	Pasquale, K.	1.6
12/22/2009	Closing argument preparation and issues.	Pasquale, K.	2.8
12/28/2009	Attend to recent court decision for potential applicability to Grace.	Krieger, A.	2.3
12/29/2009	Attend to Debtors' response to Anderson's post-trial brief (.6); attend to materials for closing arguments on confirmation (1.8).	Krieger, A.	2.4
12/29/2009	Trial prep conference w/ A. Krieger re: e-briefs.	Magzamen, M.	0.3
12/30/2009	Prepare e-briefs for client and related party distribution.	Carrion, C.	0.3
12/30/2009	Attend to pleadings for confirmation hearing.	Krieger, A.	2.9
12/30/2009	Review pleadings re: confirmation.	Kruger, L.	0.4
12/30/2009	Arrange for add'l copy of reply e-brief and forward to K&E.	Magzamen, M.	0.3
12/31/2009	Attend to materials for confirmation hearing.	Krieger, A.	4.9

## STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Carrión, Carole	2.2	\$ 235	\$ 517.00
Huang, Hang Qi	1.9	185	351.50
Krieger, Arlene G.	67.7	675	45,697.50
Kruger, Lewis	5.7	995	5,671.50
Magzamen, Michael S.	10.0	295	2,950.00
Pasquale, Kenneth	21.7	825	17,902.50
Quartararo, Michael	3.3	285	940.50
<hr/>			
TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 74,030.50
<hr/>			
TOTAL FOR THIS MATTER			\$ 74,030.50

## STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
12/08/2009	Office conference LK re: 12/14/09 hearing and agenda (.2); exchange emails with KP re: same (.1); memorandum to LK re: 12/14/09 hearing (.1).	Krieger, A.	0.4
12/08/2009	Review agenda for omnibus hearing.	Pasquale, K.	0.2
12/10/2009	Attend to amended agenda for 12/14/09 hearing.	Krieger, A.	0.1
12/11/2009	Review amended agenda for 12/14 hearing.	Pasquale, K.	0.2
12/14/2009	Attend telephonic omnibus hearing re: addressing modification of plan and Canadian Crown's opposition (.9); office conference KP re: hearing (.1).	Krieger, A.	1.0
12/14/2009	Prep for and participated telephonically in omnibus hearing.	Pasquale, K.	1.0
12/23/2009	Review hearing agenda.	Kruger, L.	0.2
12/23/2009	Review agenda for closing arguments (.2); revise closing argument outline and prepare same (1.4).	Pasquale, K.	1.6

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.5	\$ 675	\$ 1,012.50
Kruger, Lewis	0.2	995	199.00
Pasquale, Kenneth	3.0	825	2,475.00
<hr/> TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 3,686.50

TOTAL FOR THIS MATTER	\$ 3,686.50
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown. Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

## **EXHIBIT B**

**WR GRACE & CO**  
**SUMMARY OF FEES**  
**DECEMBER 1, 2009 – DECEMBER 31, 2009**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>Partners</b>			
Kruger, Lewis	8.5	\$ 995	\$ 8,457.50
Pasquale, Kenneth	26.6	825	21,945.00
<b>Associates</b>			
Berg, Madelaine	0.3	650	195.00
Krieger, Arlene G.	105.3	675	71,077.50
<b>Paraprofessionals</b>			
Carrion, Carole	2.2	235	517.00
Huang, Hang Qi	1.9	185	351.50
Magzamen, Michael S.	20.5	295	6,047.50
Mohamed, David	42.1	180	7,578.00
Quartararo, Michael	3.3	285	940.50
Szemelynec, Kristine A.	0.1	275	27.50
<b>TOTAL</b>		<b>210.8</b>	<b>\$ 117,137.00</b>

## **EXHIBIT C**

**WR GRACE & CO**  
**DISBURSEMENT SUMMARY**  
**DECEMBER 1, 2009 – DECEMBER 31, 2009**

Outside Messenger Service	\$ 150.26
Long Distance Telephone	52.14
Duplicating Costs-in House	120.40
Postage	15.66
Outside Professional Services	1,647.05
Miscellaneous	49.95
Travel Expenses - Transportation	1,234.90
Westlaw	262.00
<b>TOTAL</b>	<b>\$ 3,532.36</b>

## STROOCK

**DISBURSEMENT REGISTER**

DATE	January 27, 2010
INVOICE NO.	495300
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR EXPENSES INCURRED in the captioned matter for the period through December 31, 2009, including:

DATE	DESCRIPTION	AMOUNT
<b>Outside Messenger Service</b>		
12/01/2009	Vendor: Federal Express Corporation Invoice #: 942298464 12.07.09 Tracking #: 790687686876 Shipment Date: 12/01/2009 Sender: Kenneth Pasquale Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Margaret A. Phillips, Esq., Paul, Weiss, Rifkind, Wharton, 1285 Avenue Of The Americas Rm, NEW YORK CITY, NY 10019	9.18
12/01/2009	Vendor: Federal Express Corporation Invoice #: 942298464 12.07.09 Tracking #: 791512959431 Shipment Date: 12/01/2009 Sender: Kenneth Pasquale Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Kimberly Love Legal Assistant, Kirkland & Ellis LLP, 300 N La Salle Dr, CHICAGO, IL 60654	11.05
12/01/2009	Vendor: Federal Express Corporation Invoice #: 942298464 12.07.09 Tracking #: 792812096572 Shipment Date: 12/01/2009 Sender: Kenneth Pasquale Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Jonathan P. Guy, Esq., Orrick, Herrington & Sutcliffe, 1152 15th St NW, WASHINGTON, DC 20005	12.38
12/01/2009	Vendor: Federal Express Corporation Invoice #: 942298464 12.07.09 Tracking #: 799435763806 Shipment Date: 12/01/2009 Sender: Kenneth Pasquale Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Nathan Finch, Esq., Caplin & Drysdale, Chartered, 375 Park Ave, NEW YORK CITY, NY 10152	9.18

## STROOCK

PAGE: 2

DATE	DESCRIPTION	AMOUNT
12/01/2009	Vendor: Federal Express Corporation Invoice #: 942298464 12.07.09 Tracking #: 799435763817 Shipment Date: 12/01/2009 Sender: Kenneth Pasquale Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: David Blabey, Esq., Kramer Levin Naftalis & Frankel, 1177 Avenue Of The Americas, NEW YORK CITY, NY 10036	9.18
12/01/2009	Vendor: Federal Express Corporation Invoice #: 942298464 12.07.09 Tracking #: 799502312963 Shipment Date: 12/01/2009 Sender: Kenneth Pasquale Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Hon Judith K. Fitzgerald, United States Bankruptcy Court, 600 Grant St, PITTSBURGH, PA 15219	15.15
12/01/2009	Vendor: Federal Express Corporation Invoice #: 942298464 12.07.09 Tracking #: 799502312985 Shipment Date: 12/01/2009 Sender: Kenneth Pasquale Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: James Green, Esq., Landis Rath & Cobb LLP, 919 N Market St Ste 600, WILMINGTON, DE 19801	9.18
12/09/2009	VENDOR: UPS; INVOICE#: 0000010X827499; DATE: 12/05/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David B. Siegal W.R. Grace & Co., Senior Vice President and, COLUMBIA, MD 21044 Tracking #:1Z10X8270195765061 on 12/01/2009	6.38
12/09/2009	VENDOR: UPS; INVOICE#: 0000010X827499; DATE: 12/05/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi Ruhlander Esq. Warren H. Smith and Associates, Republic Center, DALLAS, TX 75201 Tracking #:1Z10X8270196669673 on 12/01/2009	9.05
12/09/2009	VENDOR: UPS; INVOICE#: 0000010X827499; DATE: 12/05/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dawn S. Marra Duane Morris LLP, 1100 North Market Street, WILMINGTON, DE 19801 Tracking #:1Z10X8270197601644 on 12/01/2009	6.38
12/09/2009	VENDOR: UPS; INVOICE#: 0000010X827499; DATE: 12/05/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David Klauder Esq. Office of the United States Trustee, 844 N. King Street Suite 2311, WILMINGTON, DE 19801 Tracking #:1Z10X8270198701052 on 12/01/2009	6.38

## STROOCK

PAGE: 3

DATE	DESCRIPTION	AMOUNT
12/15/2009	VENDOR: UPS; INVOICE#: 0000010X827509; DATE: 12/12/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dawn S. Marra Duane Morris LLP, 1100 North Market Street, WILMINGTON, DE 19801 Tracking #:1Z10X8270190939221 on 12/04/2009	10.20
12/15/2009	VENDOR: UPS; INVOICE#: 0000010X827509; DATE: 12/12/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David Klauder Esq. Office of the United States Trustee, 844 N. King Street Suite 2311, WILMINGTON, DE 19801 Tracking #:1Z10X8270191078034 on 12/04/2009	10.20
12/15/2009	VENDOR: UPS; INVOICE#: 0000010X827509; DATE: 12/12/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David B. Siegal W.R. Grace & Co., Senior Vice President and General Counsel, COLUMBIA, MD 21044 Tracking #:1Z10X8270192321643 on 12/04/2009	10.20
12/15/2009	VENDOR: UPS; INVOICE#: 0000010X827509; DATE: 12/12/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi Ruhlander Esq. Warren H. Smith and Associates, Republic Center, DALLAS, TX 75201 Tracking #:1Z10X8270193054056 on 12/04/2009	16.17
<b>Outside Messenger Service Total</b>		<b>150.26</b>

**Long Distance Telephone**

11/22/2009	VENDOR: Soundpath Legal Conferencing; INVOICE#: 2128065400 Teleconference 11-19-09	6.24
12/01/2009	EXTN.795562, TEL.3109969646, S.T.11:37, DUR.00:01:04	1.11
12/07/2009	EXTN.795544, TEL.4105314751, S.T.18:29, DUR.00:00:42	0.56
12/07/2009	EXTN.795475, TEL.3026574900, S.T.12:46, DUR.00:06:22	3.89
12/11/2009	VENDOR: Chase Card Services; INVOICE#: 120209; DATE: 12/2/2009 - visa charge 11/30/09 Court Call LLC	37.00
12/15/2009	EXTN.796689, TEL.3128622819, S.T.14:19, DUR.00:00:45	0.56
12/16/2009	EXTN.796689, TEL.3128622819, S.T.12:18, DUR.00:01:08	1.11
12/21/2009	EXTN.795562, TEL.9734678282, S.T.14:33, DUR.00:02:35	1.67

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PAGE: 4

DATE	DESCRIPTION	AMOUNT
	<b>Long Distance Telephone Total</b>	<b>52.14</b>
	<b>Duplicating Costs-in House</b>	
12/01/2009		1.40
12/01/2009		0.60
12/04/2009		96.90
12/22/2009		0.10
12/22/2009		0.10
12/28/2009		0.10
12/29/2009		0.10
12/30/2009		14.00
12/31/2009		7.10
	<b>Duplicating Costs-in House Total</b>	<b>120.40</b>
	<b>Postage</b>	
12/02/2009	Postage Charged on 12/02/2009 18:00	15.66
	<b>Postage Total</b>	<b>15.66</b>
	<b>Outside Professional Services</b>	
12/02/2009	VENDOR: ParaDocs; INVOICE#: 6373; DATE: 12/2/2009 – CC/BLG – Post Confirmation Reply e-brief hyperlinking	1,647.05
	<b>Outside Professional Services Total</b>	<b>1,647.05</b>
	<b>Miscellaneous</b>	
12/22/2009	VENDOR(EE): MQUARTARARO; 12/09/09 - 12/17/09; flash drives to store and transport post trial e-briefs.	49.95
	<b>Miscellaneous Total</b>	<b>49.95</b>
	<b>Travel Expenses - Transportation</b>	
12/01/2009	VENDOR: AMEX; KRIEGER MAER/ARLENE LGA PIT LGA on 11/25/2009	249.20
12/01/2009	VENDOR: AMEX; KRIEGER MAER/ARLENE on 11/25/2009 (Service Fee)	32.25
12/01/2009	VENDOR: AMEX; PASQUALE/KENNETH EWR PIT EWR on 11/24/2009	921.20
12/01/2009	VENDOR: AMEX; PASQUALE/KENNETH on 11/24/2009 (Service Fee)	32.25

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PAGE: 5

DATE	DESCRIPTION	AMOUNT
	<b>Travel Expenses - Transportation Total</b>	<b>1,234.90</b>
<b>Westlaw</b>		
12/04/2009	Transactional Search by Pasquale, Kenneth	164.25
12/10/2009	Transactional Search by Krieger, Arlene G.	27.50
12/16/2009	Transactional Search by Krieger, Arlene G.	27.50
12/17/2009	Transactional Search by Pasquale, Kenneth	42.75
	<b>Westlaw Total</b>	<b>262.00</b>

## BILL DISBURSEMENT SUMMARY

Outside Messenger Service	\$ 150.26
Long Distance Telephone	52.14
Duplicating Costs-in House	120.40
Postage	15.66
Outside Professional Services	1647.05
Miscellaneous	49.95
Travel Expenses - Transportation	1234.90
Westlaw	262.00

TOTAL DISBURSEMENTS/CHARGES	\$ 3,532.36
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
 Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.